

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re: USA Commercial Mortgage Company

Case No.

06-10725-GWZ

CHAPTER 11

MONTHLY OPERATING REPORT

(GENERAL BUSINESS CASE)

SUMMARY OF FINANCIAL STATUS

MONTH ENDED: Nov-14

PETITION DATE: 04/13/06

1. Debtor in possession (or trustee) hereby submits this Monthly Operating Report on the Accrual Basis of accounting (or if checked here the Office of the U.S. Trustee or the Court has approved the Cash Basis of Accounting for the Debtor).
Dollars reported in **\$1**

	<u>End of Current Month</u>	<u>End of Prior Month</u>	<u>As of April 13, 2006</u>
2. Asset and Liability Structure			
a. Current Assets	\$0	\$0	
b. Total Assets	\$0	\$0	
c. Current Liabilities	\$0	\$0	
d. Total Liabilities	\$0	\$0	
			\$122,468,825
			\$61,634,630
			Cumulative (Case to Date)
3. Statement of Cash Receipts & Disbursements for Month	<u>Current Month</u>	<u>Prior Month</u>	
a. Total Receipts	\$0	\$0	\$40,576,057
b. Total Disbursements	\$0	\$0	\$41,152,289
c. Excess (Deficiency) of Receipts Over Disbursements (a - b)	\$0	\$0	(\$576,232)
d. Cash Balance Beginning of Month	\$0	\$0	
e. Cash Balance End of Month (c + d)	\$0	\$0	\$576,232
			\$0
			Cumulative (Case to Date)
4. Profit/(Loss) from the Statement of Operations	<u>Current Month</u>	<u>Prior Month</u>	
5. Account Receivables (Pre and Post Petition)	\$0	\$0	
6. Post-Petition Liabilities	\$0	\$0	
7. Past Due Post-Petition Account Payables (over 30 days)	\$0	\$0	

At the end of this reporting month:

8. Have any payments been made on pre-petition debt, other than payments in the normal course to secured creditors or lessors? (if yes, attach listing including date of payment, amount of payment and name of payee) Yes No

9. Have any payments been made to professionals? (if yes, attach listing including date of payment, amount of payment and name of payee) Yes No

10. If the answer is yes to 8 or 9, were all such payments approved by the court? Yes No

11. Have any payments been made to officers, insiders, shareholders, relatives? (if yes, attach listing including date of payment, amount and reason for payment, and name of payee) Yes No

12. Is the estate insured for replacement cost of assets and for general liability? Yes No

13. Are a plan and disclosure statement on file? Yes No

14. Was there any post-petition borrowing during this reporting period? Yes No

15. Check if paid: Post-petition taxes Yes ; U.S. Trustee Quarterly Fees Yes ; Check if filing is current for: Post-petition tax reporting and tax returns: Yes .
 (Attach explanation, if post-petition taxes or U.S. Trustee Quarterly Fees are not paid current or if post-petition tax reporting and tax return filings are not current.)

I declare under penalty of perjury I have reviewed the above summary and attached financial statements, and after making reasonable inquiry believe these documents are correct.

Date: 7/21/2015

Responsible Individual

STATEMENT OF OPERATIONS
(General Business Case)
For the Month Ended Nov-14

Current Month			Cumulative (Case to Date)	Next Month Forecast
Actual	Forecast	Variance		
Revenues:				
1	Gross Sales	\$0	\$21,102,796	
2	less: Sales Returns & Allowances	\$0		
3	Net Sales	\$0	\$21,102,796	\$0
4	less: Cost of Goods Sold	\$0	(Schedule 'B')	
5	Gross Profit	\$0	\$21,102,796	\$0
6	Interest	\$0	\$369,663	
7	Other Income:	\$0	\$8,044	
8	Intercompany allocations	\$0	\$334,467	
9	Gain on Sale of Assets	\$0	\$1,609,428	
\$0	\$0	\$0	10 Total Revenues	\$23,424,398
Expenses:				
11	Compensation to Owner(s)/Officer(s)	\$0		
12	Salaries	\$0	\$1,774,342	
13	Commissions	\$0	\$140,833	
14	Contract Labor	\$0		
Rent/Lease:				
15	Personal Property	\$0	\$8,861	
16	Real Property	\$0	\$543,557	
17	Insurance	\$0	\$71,737	
18	Management Fees	\$0		
19	Depreciation	\$0	\$176,590	
Taxes:				
20	Employer Payroll Taxes	\$0	\$98,105	
21	Real Property Taxes	\$0		
22	Other Taxes	\$0	\$59,452	
23	Other Selling	\$0	\$51,187	
24	Other Administrative	\$0	\$1,144,651	
25	Interest	\$0	\$4,556	
26	Other Expenses:	\$0		
27	Loss on Transfer to trustee	\$0	\$37,858,664	
28		\$0		
29		\$0		
30		\$0		
31		\$0		
32		\$0		
33		\$0		
34		\$0		
\$0	\$0	\$0	35 Total Expenses	\$41,932,535
\$0	\$0	\$0	36 Subtotal	(\$18,508,137)
Reorganization Items:				
37	Professional Fees	\$0	(\$20,416,762)	
38	Provisions for Rejected Executory Contracts	\$0		
39	Interest Earned on Accumulated Cash from Resulting Chp 11 Case	\$0		
40	Gain or (Loss) from Sale of Equipment	\$0		
41	U.S. Trustee Quarterly Fees	\$0	(\$82,994)	
42		\$0		
\$0	\$0	\$0	43 Total Reorganization Items	(\$20,499,756)
\$0	\$0	\$0	44 Net Profit (Loss) Before Federal & State Taxes	(\$39,007,893)
\$0	\$0	\$0	45 Federal & State Income Taxes	
\$0	\$0	\$0	46 Net Profit (Loss)	(\$39,007,893)

Attach an Explanation of Variance to Statement of Operations (For variances greater than +/- 10% only):

BALANCE SHEET
(General Business Case)
For the Month Ended Nov-14

Assets

		<u>From Schedules</u>	<u>Market Value</u>
1	Cash and cash equivalents - unrestricted		
2	Cash and cash equivalents - restricted		
3	Accounts receivable (net)	A	\$0
4	Inventory	B	\$0
5	Prepaid expenses		
6	Professional retainers		
7	Other: _____		
8			
9	Total Current Assets		\$0
 Property and Equipment (Market Value)			
10	Real property	C	\$0
11	Machinery and equipment	D	\$0
12	Furniture and fixtures	D	\$0
13	Office equipment	D	\$0
14	Leasehold improvements	D	\$0
15	Vehicles	D	\$0
16	Other: _____	D	
17		D	
18		D	
19		D	
20		D	
21	Total Property and Equipment		\$0
 Other Assets			
22	Loans to shareholders		
23	Loans to affiliates		
24			
25			
26			
27			
28	Total Other Assets		\$0
29	Total Assets		\$0

NOTE:

Indicate the method used to estimate the market value of assets (e.g., appraisals; familiarity with comparable market prices, etc.) and the date the value was determined.

Liabilities and Equity
(General Business Case)

Liabilities From Schedules

Post-Petition

Current Liabilities

30	Salaries and wages	
31	Payroll taxes	
32	Real and personal property taxes	
33	Income taxes	
34	Sales taxes	
35	Notes payable (short term)	
36	Accounts payable (trade)	A
37	Real property lease arrearage	
38	Personal property lease arrearage	
39	Accrued professional fees	
40	Current portion of long-term post-petition debt (due within 12 months)	
41	Other:	
42		
43		
44	Total Current Liabilities	\$0

Long-Term Post-Petition Debt, Net of Current Portion

45	Total Post-Petition Liabilities	\$0
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Pre-Petition Liabilities (allowed amount)

47	Secured claims	F	\$0
48	Priority unsecured claims	F	\$0
49	General unsecured claims	F	\$0
50	Total Pre-Petition Liabilities		\$0
51	Total Liabilities		\$0

Equity (Deficit)

52	Retained Earnings/(Deficit) at time of filing	\$38,932,893
53	Capital Stock	\$75,000
54	Additional paid-in capital	
55	Cumulative profit/(loss) since filing of case	(\$39,007,893)
56	Post-petition contributions/(distributions) or (draws)	
57		
58	Market value adjustment	
59	Total Equity (Deficit)	\$0
60	Total Liabilities and Equity (Deficit)	\$0

SCHEDULES TO THE BALANCE SHEET **(General Business Case)**

Schedule A
Accounts Receivable and (Net) Payable

Receivables and Payables Agings	Accounts Receivable [Pre and Post Petition]	Accounts Payable [Post Petition]	Past Due Post Petition Debt
0 -30 Days			
31-60 Days			
61-90 Days			
91+ Days			\$0
Total accounts receivable/payable	\$0	\$0	
Allowance for doubtful accounts			
Accounts receivable (net)	\$0		

Schedule B
Inventory/Cost of Goods Sold

<u>Types and Amount of Inventory(ies)</u>	<u>Inventory(ies)</u> <u>Balance at</u> <u>End of Month</u>	<u>Cost of Goods Sold</u>
Retail/Restaurants - Product for resale	_____	Inventory Beginning of Month Add - Net purchase Direct labor Manufacturing overhead Freight in Other: _____
Distribution - Products for resale	_____	Less - Inventory End of Month Shrinkage Personal Use _____
Manufacturer - Raw Materials Work-in-progress Finished goods	_____	Cost of Goods Sold
Other - Explain	_____	\$0
TOTAL	_____	\$0

Method of Inventory Control

Do you have a functioning perpetual inventory system?

How often do you take a complete physical inventory?

Weekly

Monthly

Quarterly

Semi-annually

Annually

Date of last physical inventory was

Date of next physical inventory is

Inventory Valuation Methods

Indicate by a checkmark method of inventory used.

Valuation methods -

FIFO cost

LIFO cost

Lower of cost or market

Lower of cost Retail method

Retain Other

Other Explain

Schedule C
Real Property

Description	<u>Cost</u>	<u>Market Value</u>
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>

Schedule D
Other Depreciable Assets

Description	<u>Cost</u>	<u>Market Value</u>
Machinery & Equipment -		
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>
Furniture & Fixtures -		
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>
Office Equipment -		
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>
Leasehold Improvements -		
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>
Vehicles -		
Total	<u><u>\$0</u></u>	<u><u>\$0</u></u>

Schedule E
Aging of Post-Petition Taxes
(As of End of the Current Reporting Period)

Taxes Payable	0-30 Days	31-60 Days	61-90 Days	91+ Days	Total
Federal					
Income Tax Withholding					\$0
FICA - Employee					\$0
FICA - Employer					\$0
Unemployment (FUTA)					\$0
Income					\$0
Other (Attach List)					\$0
Total Federal Taxes	\$0	\$0	\$0	\$0	\$0
State and Local					
Income Tax Withholding					\$0
Unemployment (UT)					\$0
Disability Insurance (DI)					\$0
Empl. Training Tax (ETT)					\$0
Sales					\$0
Excise					\$0
Real property					\$0
Personal property					\$0
Income					\$0
Other (Attach List)					\$0
Total State & Local Taxes	\$0	\$0	\$0	\$0	\$0
Total Taxes	\$0	\$0	\$0	\$0	\$0

Schedule F
Pre-Petition Liabilities

List Total Claims For Each Classification -

Claimed Amount	Allowed Amount (b)
Secured claims (a)	
Priority claims other than taxes	
Priority tax claims	
General unsecured claims	

(a) List total amount of claims even it under secured.
 (b) Estimated amount of claim to be allowed after compromise or litigation. As an example, you are a defendant in a lawsuit alleging damage of \$10,000,000 and a proof of claim is filed in that amount. You believe that you can settle the case for a claim of \$3,000,000. For Schedule F reporting purposes you should list \$10,000,000 as the Claimed Amount and \$3,000,000 as the Allowed Amount.

Schedule G
Rental Income Information
Not applicable to General Business Cases

Schedule H
Recapitulation of Funds Held at End of Month

	Account 1	Account 2	Account 3	Account 4
Bank				
Account Type				
Account No.				
Account Purpose				
Balance, End of Month				
Total Funds on Hand for all Accounts	\$0			

Attach copies of the month end bank statement(s), reconciliation(s), and the check register(s) to the Monthly Operating Report.

STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS**Increase/(Decrease) in Cash and Cash Equivalents****For the Month Ended Nov-14**

		<u>Actual</u> <u>Current Month</u>	<u>Cumulative</u> <u>(Case to Date)</u>
Cash Receipts			
1	Rent/Leases Collected		
2	Cash Received from Sales		\$7,861,555
3	Interest Received		\$559,259
4	Borrowings		
5	Funds from Shareholders, Partners, or Other Insiders		\$5,000
6	Capital Contributions		
7	Management Fees from USA Capital Realty Advisors, LLC		\$1,564,093
8	Tax, Security Deposit, and Other Refunds		\$8,929
9	Principal Received on Notes Receivable		\$82,832
10	Escrow Deposit/ Sale Proceeds/ Effective Date transfer		\$30,494,389
11			
12	Total Cash Receipts	\$0	\$40,576,057
Cash Disbursements			
13	Payments for Inventory		
14	Selling		\$2,619
15	Administrative		\$1,104,247
16	Capital Expenditures		
17	Principal Payments on Debt		\$150,645
18	Interest Paid		\$4,888
	Rent/Lease:		9963
19	Personal Property		
20	Real Property		\$569,426
	Amount Paid to Owner(s)/Officer(s)		
21	Salaries		
22	Draws		
23	Commissions/Royalties		
24	Expense Reimbursements		
25	Other		
26	Salaries/Commissions (less employee withholding)		\$1,740,393
27	Management Fees		
	Taxes:		
28	Employee Withholding		\$213,091
29	Employer Payroll Taxes		\$94,063
30	Real Property Taxes		
31	Other Taxes		\$78,889
32	Other Cash Outflows:		
33	Professional Fees Paid in Connection with Chpater 11 Case		\$19,806,828
34	US Trustee Quarterly Fees		\$82,742
35	Escrow Deposit/ Interpleader Settlement/ Transfer to Trustee		\$10,263,353
36	DTDF & PBGC Settlement		\$7,031,142
37			
38	Total Cash Disbursements:	\$0	\$41,152,289
39	Net Increase (Decrease) in Cash	\$0	(\$576,232)
40	Cash Balance, Beginning of Period		\$576,231
41	Cash Balance, End of Period	\$0	\$0

STATEMENT OF CASH FLOWS

(Optional) Increase/(Decrease) in Cash and Cash Equivalents

For the Month Ended Nov-14

		Actual <u>Current Month</u>	Cumulative <u>(Case to Date)</u>
	Cash Flows From Operating Activities		
1	Cash Received from Sales		\$7,861,555
2	Rent/Leases Collected		
3	Interest Received		\$559,259
4	Cash Paid to Suppliers		
5	Cash Paid for Selling Expenses		\$2,619
6	Cash Paid for Administrative Expenses		
	Cash Paid for Rents/Leases:		\$1,104,247
7	Personal Property		
8	Real Property		\$9,963
9	Cash Paid for Interest		
10	Cash Paid for Net Payroll and Benefits		\$569,426
	Cash Paid to Owner(s)/Officer(s):		
11	Salaries		\$4,888
12	Draws		
13	Commissions/Royalties		
14	Expense Reimbursements		
15	Other		
	Cash Paid for Taxes Paid/Deposited to Tax Acct.		
16	Employer Payroll Tax		\$94,063
17	Employee Withholdings		
18	Real Property Taxes		\$213,091
19	Other Taxes		
20	Cash Paid for General Expenses		\$78,889
21	Management Fees from USA Capital Realty Advisors, LLC		
22	Tax, Security Deposit, and Other Refunds		(\$1,564,093)
23	Principal Received on Notes Receivable		(\$8,929)
24			(\$82,832)
25			
26			\$0
27	Net Cash Provided (Used) by Operating Activities before Reorganization Items	\$0	\$6,259,089
	Cash Flows From Reorganization Items		
28	Interest Received on Cash Accumulated Due to Chp 11 Case		
29	Professional Fees Paid for Services in Connection with Chp 11 Case		\$19,806,828
30	U.S. Trustee Quarterly Fees		
31			\$82,742
			(\$13,199,894)
32	Net Cash Provided (Used) by Reorganization Items	\$0	(\$6,689,676)
33	Net Cash Provided (Used) for Operating Activities and Reorganization Items	\$0	(\$430,587)
	Cash Flows From Investing Activities		
34	Capital Expenditures		
35	Proceeds from Sales of Capital Goods due to Chp 11 Case		
36			
37	Net Cash Provided (Used) by Investing Activities	\$0	\$0
	Cash Flows From Financing Activities		
38	Net Borrowings (Except Insiders)		
39	Net Borrowings from Shareholders, Partners, or Other Insiders		\$5,000
40	Capital Contributions		
41	Principal Payments		
42			\$150,645
43	Net Cash Provided (Used) by Financing Activities	\$0	(\$145,645)
44	Net Increase (Decrease) in Cash and Cash Equivalents	\$0	(\$576,232)
45	Cash and Cash Equivalents at Beginning of Month		\$576,231
46	Cash and Cash Equivalents at End of Month	\$0	\$0